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18077-B
DEC 30 1993 - 11 10 AM

INTERSTATE COMMERCE COMMISSION

December 30, 1993

Recordation No. 18077-B

0100078834

Dear Mr. Strickland:

On behalf of BOT Financial Corporation, assignee of General Electric Capital Corporation, I submit for filing and recording under 49 U.S.C. § 11303 and the regulations promulgated thereunder, counterparts of a secondary document, not previously recorded, entitled Termination of Lease ("Termination") made as of December 30, 1993.

The party executing the enclosed Termination is:

BOT Financial Corporation
125 Summer Street
Boston, MA 02110

- LESSOR/TERMINATING PARTY

The said Termination is a full termination of all right, title and interest of the parties in, to and under that certain Lease Agreement dated as of March 27, 1992 and the related Memorandum of Lease Agreement of the same date, which Memorandum of Lease was filed and recorded with the Interstate Commerce Commission under Recordation No. 18077 on December 31, 1992 and the Termination should be recorded under the next available letter under Recordation No. 18077, which we believe is -B.

The equipment covered by the enclosed Termination is all equipment covered by the Lease.

A short summary of the Termination to appear in the ICC Index is as follows:

"Full Termination"

Enclosed is a check in the amount of eighteen dollars (\$18.00) in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.
Allen H. Harrison, Jr.
Attorney for BOT Financial Corporation
for the purpose of this filing.

LICENSING BRANCH

C. Donohue
Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20231
Enclosures
BY HAND

Dec 30 11 02 AM '93

RECEIVED
OFFICE OF THE
SECRETARY

8355-020

Interstate Commerce Commission
Washington, D.C. 20423

12/30/93

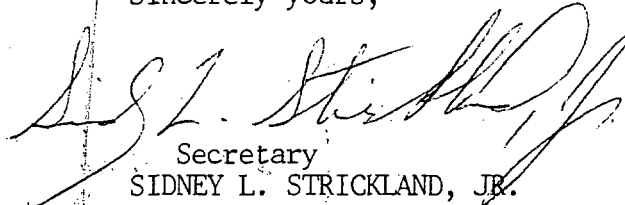
OFFICE OF THE SECRETARY

Allen H Harrison
Donelan , Cleary Wood & Maser
1275 K St. N.W. Suite 850
Washington, D.C. 20005

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on 12/30/93 at 11:10am , and assigned
recordation number(s). 18077-B

Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

2 Bk

DEC 30 1993 - 11 10 AM

TERMINATION OF LEASE

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF LEASE is made as of December 30, 1993 by BOT Financial Corporation, a Delaware corporation ("BFC"), assignee of General Electric Capital Corporation ("GECC").

WITNESSETH:

WHEREAS, by that certain Railcar Lease Agreement dated as of March 27, 1992, and that certain Memorandum of Lease dated as of March 27, 1992 recorded with the Interstate Commerce Commission on December 31, 1992 under Recordation No. 18077 (the "Illinois Central Lease"), GECC did lease to Illinois Central Railroad Company certain boxcars more particularly described in said Memorandum of Lease (the "Illinois Central Cars"); and

WHEREAS, by that certain Assignment of Lease dated as of January 21, 1993, recorded with the ICC on January 21, 1993 under Recordation No. 18077-A, GECC assigned to BOT Financial Corporation the Illinois Central Lease; and

WHEREAS, the duties and obligations of the parties to the Illinois Central Lease have been satisfied and discharged;

NOW, THEREFORE, in consideration of the promises and covenants in the documents set forth above by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with authority to issue and execute this document, intending to be legally bound, and recognizing the need to officially terminate of record the said Illinois Central Lease in the files of the ICC, BFC hereby terminates and cancels in toto the Illinois Central Lease, effective NUNC PRO TUNC to the termination date set forth by the terms of the Illinois Central Lease and in all events as of the date hereinabove first written.

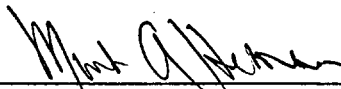
IN WITNESS WHEREOF, BFC has caused this Termination of Lease to be executed in its name, by an officer thereof duly authorized, all as of the date hereinabove first written.

BOT FINANCIAL CORPORATION,
assignee of GENERAL ELECTRIC
CAPITAL CORPORATION

By: David A. Meehan m211
Name: David A. Meehan
Title: Senior Vice President
Date: December, 1993

COMMONWEALTH OF MASSACHUSETTS)
) ss:
COUNTY OF SUFFOLK)

On the 28th day of December, 1993, before me personally appeared the within named David A. Meehan, to me personally known, who, being by me duly sworn, says that he is Senior Vice President of BOT Financial Corporation, that he is duly authorized to execute the foregoing instrument on behalf of BOT Financial Corporation and that the said instrument was signed on behalf of the said Corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of the said Corporation.



Notary Public

[Notary Seal]

My Commission expires July 1, 1999.